

INTERIM SAFETY MANAGEMENT CERTIFICATE

Issued under the provisions of the **INTERNATIONAL CONVENTION
FOR THE SAFETY OF LIFE AT SEA, 1974**, as amended
under the authority of the Government of

United States of America

(name of state)

by the **AMERICAN BUREAU OF SHIPPING**

Name of Ship: EMPRESS OF THE NORTH
 Distinctive Number or Letters: 1140867 WDB4791
 Port of Registry: Juneau, AK
 Type of Ship ¹: Passenger Ship
 Gross Tonnage: 5975
 IMO Number: _____

Name and address of the Company: V. SHIPS LEISURE (USA) LLC
1101 BRICKELL AVENUE, SUITE 1500
MIAMI FL 33131 United States

(see paragraph 1.1.2 of the ISM Code)

Company identification number: _____

THIS IS TO CERTIFY THAT the requirements of paragraph 14.4 of the ISM Code have been met and that the Document of Compliance/Interim Document of Compliance² of the Company is relevant to this ship.

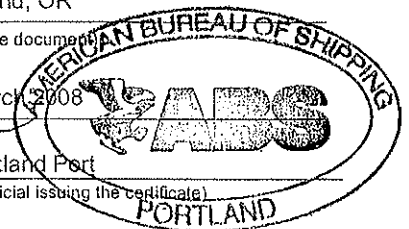
This Interim Safety Management Certificate is valid until 14 September 2008 subject to the Document of Compliance/Interim Document of Compliance² remaining valid.

Completion date of the audit on which this certificate is based: 24 February 2004Issued at: Portland, OR

(place of issue of the document)

Date of Issue: 15 March 2008Ghegan, James D., Portland Port

(Signature of the duly authorized official issuing the certificate)



The validity of this Interim Safety Management Certificate is extended to _____

Date Extension: _____

(Signature of the duly authorized official issuing the certificate)

¹ Insert the type of ship from among the following: Passenger Ship; Passenger High Speed Craft; Cargo High Speed Craft; Bulk Carrier; Oil Tanker; Chemical Tanker; Gas Carrier; Mobile Offshore Drilling Unit; Other Cargo Ship. For "Other Cargo Ship", specify detail type in adjacent field.

² Delete as appropriate